

EXTRACT OF ANNUAL RETURN

Form No. MGT-9
as on the financial year ended on 31st March, 2019

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies
(Management and Administration) Rules, 2014]

I. Registration & other details:

CIN	L17119PN1990PLC058139
Registration Date	12 th September, 1990
Name of the Company	Pranavaditya Spinning Mills Limited
Category / Sub - Category of the Company	Public Company / Limited by shares
Address of the Registered office and contact details	Office No. 2, Plot No. 266, Village Alte, Kumbhoj Road, Taluka Hatkanangale, Kolhapur - 416109, Maharashtra. Phone : (0230) – 2463100/2461929
Whether listed company	Yes
Name, Address and Contact details of Registrar and Transfer Agent, if any	Bigshare Services Private Limited 1 st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri (East), Mumbai- 400059 Tel : 022-62638200/40430200 Fax : 022-28475207/62638299 Email id : investor@bigshareonline.com

II. Principal business activities of the Company

(Business activities contributing 10% or more of the total turnover of the Company)

Sr. No.	Name and Description of main products / services	NIC Code of the Product / service	% to total turnover of the Company
1	Preparation and spinning of Cotton fibers including blended cotton	13111	100%

III. Particulars of Holding, Subsidiary and Associate Companies

Sr. No.	Name & Address of the Company	CIN / GLN	Holding/ Subsidiary/ Associate	% of Shares held	Applicable Section of the Companies Act, 2013
1	Indo Count Industries Limited Office No. 1, Plot No. 266, Village Alte, Kumbhoj Road, Taluka Hatkanangale, Kolhapur - 416109, Maharashtra.	L72200PN1988PLC068972	Holding Company	74.53%	2 (87)

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

(i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning [As on 01.04.2018]				No. of Shares held at the end of the year [As on 31.03.2019]				% Change during the year
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
A. Promoters									
1) Indian									
a) Individuals / HUF	0	0	0	0.00	0	0	0	0.00	0.00
b) Central Government	0	0	0	0.00	0	0	0	0.00	0.00
c) State Government(s)	0	0	0	0.00	0	0	0	0.00	0.00
d) Bodies Corporate	14341280	0	14341280	74.53	14341280	0	14341280	74.53	0.00
e) Banks / Financial Institutions	0	0	0	0.00	0	0	0	0.00	0.00
f) Any others (Specify)	0	0	0	0.00	0	0	0	0.00	0.00
Sub Total (A)(1)	14341280	0	14341280	74.53	14341280	0	14341280	74.53	0.00
2) Foreign									
a) NRIs – Individuals	0	0	0	0.00	0	0	0	0.00	0.00
b) Other – Individuals	0	0	0	0.00	0	0	0	0.00	0.00
c) Bodies Corporate	0	0	0	0.00	0	0	0	0.00	0.00
d) Banks / Financial	0	0	0	0.00	0	0	0	0.00	0.00
e) Any other	0	0	0	0.00	0	0	0	0.00	0.00
Sub Total (A)(2)	0	0	0	0.00	0	0	0	0.00	0.00
Total Shareholding of Promoter and Promoter Group (A)=(A)(1)+(A)(2)	14341280	0	14341280	74.53	14341280	0	14341280	74.53	0.00
B. Public Shareholding									
1) Institutions									
a) Mutual Funds	0	0	0	0.00	0	0	0	0.00	0.00
b) Banks / Financial Institutions	0	0	0	0.00	0	0	0	0.00	0.00
c) Central Government	0	0	0	0.00	0	0	0	0.00	0.00
d) State Government(s)	0	0	0	0.00	0	0	0	0.00	0.00
e) Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
f) Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
g) Foreign Institutional Investors	0	0	0	0.00	0	0	0	0.00	0.00
h) Foreign Venture Capital Investors	0	0	0	0.00	0	0	0	0.00	0.00
i) Any other	0	0	0	0.00	0	0	0	0.00	0.00
Sub Total (B)(1)	0	0	0	0.00	0	0	0	0.00	0.00
2) Non-Institutions									
a) Bodies Corporate									
i. Indian	1875083	850	1875933	9.75	1864853	850	1865703	9.70	(0.05)
ii. Overseas	0	0	0	0.00	0	0	0	0.00	0.00

Category of Shareholders	No. of Shares held at the beginning [As on 01.04.2018]				No. of Shares held at the end of the year [As on 31.03.2019]				% Change during the year
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
b) Individuals									
i. Individual Shareholders holding nominal share capital up to Rs. 1 lakh	625292	53033	678325	3.53	634168	52353	686521	3.58	0.05
ii. Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	2306276	0	2306276	11.99	2310876	0	2310876	12.01	0.02
c) Any other (specify)									
c-i) Clearing Member	4971	0	4971	0.03	2313	0	2313	(0.01)	(0.02)
c-ii) Trust	7596	0	7596	0.04	7596	0	7596	0.04	0.00
c-iii) NRI	14736	9960	24696	0.13	1039	9960	10999	0.06	(0.07)
c-iv) NRI (Non Repat)	256	0	256	0.00	256	0	256	0.00	0.00
c-v) NRI (Repat)	1000	0	1000	0.01	15736	0	15736	0.08	0.07
c-vi) NBFC registered with RBI	947	0	947	0.00	0	0	0	0	0.00
Sub Total (B)(2)	4836157	63843	4900000	25.47	4836837	63163	4900000	25.47	0.00
Total Public	4836157	63843	4900000	25.47	4836837	63163	4900000	25.47	0.00
C. Shares held by Custodians for GDRs and ADRs	0	0	0	0.00	0	0	0	0	0.00
Grand Total (A+B+C)	19177437	63843	19241280	100.00	19178117	63163	1924128	100.00	0.00

(ii) Shareholding of Promoter

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year (As on 01.04.2018)			Shareholding at the end of the year (As on 31.03.2019)			% change in share holding during the year
		No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	
1	Indo Count Industries Limited	14341280	74.53	0.00	14341280	74.53	0.00	0.00
	Total	14341280	74.53	0.00	14341280	74.53	0.00	0.00

(iii) Change in Promoters' Shareholding

Sr. No.	Name of shareholder	Shareholding at the beginning of the year as on 01.04.2018		Date wise increase/ decrease in shareholding during the year specifying the reason for increase/ decrease	Cumulative Shareholding during the year (01.04.2018 to 31.03.2019)		Shareholding at the end of the year as on 31.03.2019	
		No. of Shares	% of total shares of the Company		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1	Indo Count Industries Limited	14341280	74.53	No changes during the year	14341280	74.53	14341280	74.53

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

Sr. No.	Name	Shareholding		Date	Date wise Increase/ Decrease in shareholding during the year	Reason	Cumulative Shareholding during the Year (01.04.18 to 31.03.19)	
		No. of Shares at the beginning (01.04.18) / end of the year (31.03.19)	% of total shares of the Company				No. of shares	% of total shares of the Company
1	Henko Commodities Pvt. Ltd.	9,00,500	4.68	01-Apr-2018	0	N.A	9,00,500	4.68
		9,00,500	4.68	31-Mar-2019				
2	Sarita Saraf	5,00,000	2.60	01-Apr-2018	0	N.A	5,00,000	2.60
		5,00,000	2.60	31-Mar-2019				
3	Suresh Kumar Saraf	5,00,000	2.60	01-Apr-2018	0	N.A	5,00,000	2.60
		5,00,000	2.60	31-Mar-2019				
4	PMC Fincorp Limited	4,98,800	2.59	01-Apr-2018	0	N.A	4,98,800	2.59
		4,98,800	2.59	31-Mar-2019				
5	Raghav Poddar	4,90,000	2.55	01-Apr-2018	0	N.A	4,90,000	2.55
		4,90,000	2.55	31-Mar-2019				
6	Nishant Inbuild Limited	4,41,197	2.29	01-Apr-2018	0	N.A	4,41,197	2.29
		4,41,197	2.29	31-Mar-2019				
7	Anubhav Poddar	3,60,000	1.87	01-Apr-2018	0	N.A	3,60,000	1.87
		3,60,000	1.87	31-Mar-2019				
8	Sharad Kanayalal Shah	2,00,726	1.04	01-Apr-2018	0	N.A	2,00,726	1.04
		2,00,726	1.04	31-Mar-2019				
9	Viswanath Chandran Vicha	68,266	0.35	01-Apr-2018	0	N.A	68,266	0.35
		68,266	0.35	31-Mar-2019				
10	Vishal Uday Sheth	48,885	0.25	01-Apr-2018	0	N.A	48,885	0.25
		48,885	0.25	31-Mar-2019				

(v) Shareholding of Directors and Key Managerial Personnel:

Sr. No.	Name	Shareholding		Date	Date wise Increase/ Decrease in shareholding during the year	Reason	Cumulative Shareholding during the year (01.04.2018 to 31.03.2019)	
		No. of Shares at the beginning (01.04.18) / end of the year (31.03.19)	% of total shares of the Company				No. of shares	% of total shares of the company
A	Directors :							
1	Mr. S. K. Agrawal	0	0.00	01-Apr-2018	0	N.A.	0	0.00
		0	0.00	31-Mar-2019				
2	Mr. Anil Kumar Jain	75	0.00	01-Apr-2018	0	N.A.	75	0.00
		75	0.00	31-Mar-2019				
3	Mr. Kamal Mitra	1	0.00	01-Apr-2018	0	N.A.	1	0.00
		1	0.00	31-Mar-2019				
4	Mr. P. N. Shah	10	0.00	01-Apr-2018	-10 (11.01.2019)	Sale	0	0.00
		0	0.00	31-Mar-2019				
5	Mr. R. Anand	10	0.00	01-Apr-2018	0	N.A.	10	0.00
		10	0.00	31-Mar-2019				
6	Dr. Ashok Desai*	0	0.00	01-Apr-2018	0	N.A.	0	0.00
		0	0.00	31-Mar-2019				
7	Ms. Kala Agarwal*	0	0.00	01-Apr-2018	0	N.A.	0	0.00
		0	0.00	31-Mar-2019				
8	Ms. Preeti Sheth*	0	0.00	01-Apr-2018	0	N.A.	0	0.00
		0	0.00	31-Mar-2019				
B	Key Managerial Personnel (KMP)							
1	Mrs. Amruta Avasare, Company Secretary	0	0.00	01-Apr-2018	0	N.A.	0	0.00
		0	0.00	31-Mar-2019				
2	Mr. Dilip Kumar Ghorawat, Chief Financial Officer (Upto 20.09.2018)	0	0.00	01-Apr-2018	0	N.A.	0	0.00
		0	0.00	31-Mar-2019				
3	Mr. Ashok G. Halasangi (CEO)	1	0.00	01-Apr-2018	0	N.A.	1	0.00
		1	0.00	31-Mar-2019				
4	Mr. K. Muralidharan, Chief Financial Officer (w.e.f. 03.11.2018)	0	0.00	01-Apr-2018	0	N.A.	0	0.00
		0	0.00	31-Mar-2019				

* Dr. Ashok Desai was appointed w.e.f. 1st August, 2018, Ms. Preeti Sheth resigned w.e.f. 16th January, 2019 and Ms. Kala Agarwal was appointed w.e.f. 7th February, 2019.

V. Indebtedness

The Company does not have any indebtedness as on 1st April, 2018, during the year and as on 31st March, 2019

VI. Remuneration of Directors and Key Managerial Personnel

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

Mr. Ashok G. Halasangi, Chief Executive Officer (CEO) of the Company is a Whole-time Key Managerial Personnel under Section 203 of the Companies Act, 2013 and looks after the day to day operations of the Company. Mr. Kamal Mitra, Non-Executive Non-Independent Director of the Company also oversees business of the Company to some extent. In view of appointment of CEO of the Company, pursuant to the provisions of Section 203 of the Companies Act, 2013, appointment of Managing Director / Whole-time Director or Manager is not required. The details of remuneration of Mr. Ashok G. Halasangi, CEO for the year ended 31st March, 2019 is provided in Point C below.

B. Remuneration to other directors

Sr. No.	Particulars of Remuneration	Name of Directors								Total Amount (in Rs.)
		Mr. S. K. Agrawal	Mr. Anil Kumar Jain	Mr. Kamal Mitra	Mr. P. N. Shah	Mr. R. Anand	Ms. Preeti Sheth (upto 16.01.2019)	Dr. Ashok Desai (w.e.f. 01.08.2018)	Ms. Kala Agarwal (w.e.f. 07.02.2019)	
1.	Independent Directors									
	• Fees for attending Board/Committee Meetings	75,000	NIL	NIL	65,000	50,000	20,000	10,000	NIL	2,20,000
	• Commission	-	-	-	-	-	-	-	-	-
	• Others, please specify	-	-	-	-	-	-	-	-	-
	Total (1)	75,000	NIL	NIL	65,000	50,000	20,000	10,000	NIL	2,20,000
2.	Other Non-Executive Directors									
	Fees for attending Board/Committee Meetings	-	Refer Note Below	40,000	-	-	-	-	-	-
	Commission	-	-	-	-	-	-	-	-	-
	Others, please specify	-	-	-	-	-	-	-	-	-
	Total (1)	NIL	NIL	40,000	NIL	NIL	NIL	NIL	NIL	40,000
Total (B)=(1+2)	75,000	NIL	40,000	65,000	50,000	20,000	10,000	NIL	2,60,000	
	Total Managerial Remuneration (A+B)	75,000	NIL	40,000	65,000	50,000	20,000	10,000	NIL	2,60,000

Note : Mr. Anil Kumar Jain has voluntarily waived off the sitting fees for attending the Board Meetings and Stakeholders Relationship Committee Meetings of the Company from the meetings of FY 2018-19.

C. Remuneration to Key Managerial Personnel other than MD / Manager / WTD**(Amount in Rs.)**

Sr. No.	Particulars of Remuneration	Key Managerial Personnel				
		Mr. Ashok G. Halasangi Chief Executive Officer	Mr. Dilip Kumar Ghorawat, Chief Financial Officer (Upto 20.09.2018)	Mr. K. Muralidharan Chief Financial Officer (w.e.f. 03.11.2018)	Mrs. Amruta Avasare (Company Secretary)	Total Amount (in Rs.)
1	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961	19,46,952	Refer Note below	Refer Note below	Refer Note below	19,46,952
	(b) Value of perquisites u/s 17(2) of Income Tax Act, 1961	Nil	Nil	Nil	Nil	Nil
	(c) Profits in lieu of salary under section 17(3) of Income Tax Act, 1961	Nil	Nil	Nil	Nil	Nil
2	Stock Option	Nil	Nil	Nil	Nil	Nil
3	Sweat Equity	Nil	Nil	Nil	Nil	Nil
4	Commission					
	- as % of profit					
	- others, specify...	Nil	Nil	Nil	Nil	Nil
5	Others, please specify	Nil	Nil	Nil	Nil	Nil
	Total	19,46,952	Nil	Nil	Nil	19,46,952

Note: i) Mr. Dilip Kumar Ghorawat has not drawn any remuneration from the Company during the year under review as he was holding position of Chief Financial Officer of Indo Count Industries Limited (Holding Company) and drawing remuneration from Indo Count Industries Limited.

ii) Mr. K. Muralidharan and Mrs. Amruta Avasare are not drawing any remuneration from the Company during the year under review as they are holding position of Chief Financial Officer and Company Secretary respectively, of Indo Count Industries Limited (Holding Company) and drawing remuneration from Indo Count Industries Limited.

VII. Penalties / Punishment / Compounding of Offences:

There are no Penalties/ Punishments/ Compounding of offences during FY-2018-19.

For and On behalf of Board of Directors

Date : 8th May, 2019
Place : Mumbai

S. K. Agrawal
Chairman
DIN: 00400892